| Sisco Robyn Form 4 | ine | | | | | | | | | | |
|---|---|---|---|--|---------------------------------------|---------------------------------------|---|--|--|--------------|--|
| December 0 | 5, 2011 | | | | | | | | | | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION | | | | | | | | OMB AF | OMB APPROVAL | | |
| | SECURITIES AND EXCHANGE C Washington, D.C. 20549 | | | | | OMMISSION | OMB Number: | 3235-0287 | | | |
| Check th if no long subject to Section 1 Form 4 c Form 5 obligatio may cont <i>See</i> Instr 1(b). | suant to S a) of the P | F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940 | | | | | | Expires: January 31 2005 Estimated average burden hours per response 0.5 | | | |
| (Print or Type] | Responses) | | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> Sisco Robynne | | | 2. Issuer Name and Ticker or Trading Symbol VMWARE, INC. [VMW] | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| (Last) (First) (Middle) 3401 HILLVIEW AVENUE | | | 3. Date of Earliest Transaction (Month/Day/Year) 12/01/2011 | | | | | Director 10% Owner X Officer (give title Other (specify below) below) CAO, Corporate Controller | | | |
| PALO ALT | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) | (State) | (Zip) | Tabl | I Non D | orivotivo | Soour | itios Aca | uired, Disposed of | or Ropoficial | ly Ownod | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deem Execution any (Month/D | ed Date, if | 3. Transactio Code (Instr. 8) Code V | 4. Securi n(A) or Di (Instr. 3, | ties A spose 4 and (A) or | cquired d of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of | |
| Class A Common Stock | 12/01/2011 | | | F | 357 <u>(1)</u> | | \$ 96.7 | 0 | D | | |
| Class A Common Stock | 12/02/2011 | | | S | 406 <u>(2)</u> | D | \$ 97.38 | 21,876 | D | | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transacti Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Secur | unt of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr |
|---|---|---|---|---------------------------------------|---|---------------------|--------------------|-------|--|---|---|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--|---------------|-----------|---------------------------|-------|--|--|--|--|
| L O | Director | 10% Owner | Officer | Other | | | | |
| Sisco Robynne 3401 HILLVIEW AVENUE PALO ALTO, CA 94304 | | | CAO, Corporate Controller | | | | | |
| Signatures | | | | | | | | |

Larry Wainblat, attorney-in-fact 12/05/2011

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Shares withheld by VMware, Inc. to satisfy taxes payable in connection with the vesting of previously awarded restricted stock units.

(2) The transaction indicated was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.